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Division of Corporations

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Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : NATIONAL CORPORATE RESEARCH, LTD.
Account Number : I20000000088
Phone : (800) 221-0102
Fax Number : (212) 554-6083

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FLORIDA PROFIT CORPORATION OR P.A.

AERO ACQUISITION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$78.75

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ARTICLE OF INCORPORATION

OF

AERO ACQUISITION, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE ONE

The name of corporation shall be Aero Acquisition, Inc.

ARTICLE TWO

The street address of the principal office of the corporation is c/o Investcorp, Inc., 280 Park Avenue, New York, NY 10166.

ARTICLE THREE

The purpose for which the corporation is organized is any lawful purpose.

ARTICLE FOUR

The number of shares of stock that the corporation is authorized to issue is 1000 (one thousand) shares of common stock, each having a par value of \$0.01. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE FIVE

The name and address of the registered agent in Florida is National Corporate Research, Ltd., Inc. N. Meridian Street, Lower Level, Tallahassee, FL 32301.

ARTICLE SIX

The Corporation shall indemnify any present or former officer or director, or person exercising any duties of an officer or director, and shall advance expenses on behalf of any such officer, director or other person, in each case, to the fullest extent now or hereafter permitted by law.

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ARTICLE SEVEN

The name and address of the incorporator is Karen L. Doerner, co Gibson, Dunn & Crutcher LLP, 200 Park Avenue, New York, NY 10166.

Karen L. Doerner
Karen L. Doerner, Incorporator

Date: October 29, 2002

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

National Corporate Research, Ltd., Inc.

Colleen A. DeVries
Colleen A. DeVries, Asst. Secretary
Registered Agent

Date: October 29, 2002

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